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Public Limited Company making or having made a public appeal on savings
Venecoweg 26, 9810 NAZARETH
VAT BE 0431.676.229 CDE Gent

As the meeting held on May 5th 2008 did not have the required legal quorum, the holders of shares, warrants and bonds are invited to attend the extraordinary general meeting to be held on Friday June 9th 2008 at 11 a.m., at the office of Mr Dirk Van Haesebrouck, public notary, at 8511 Kortrijk-Aalbeke, Moeskroensesteenweg 124 (or at a location to be announced at that time) with the following agenda, containing motions to vote.

Agenda of the extraordinary general meeting

I. Annulment of treasury shares - Amendment of article 5 of the articles of association.

Annulment, without capital decrease, of 2,000,000 shares in the company, acquired by the Company pursuant to article 620§1 of the Belgian Company code. Allocation of the net book value of these shares to the unavailable reserve created in accordance with article 623 of the Belgian Company code and the corresponding decrease of such unavailable reserve.

1. Amendment of article 5 of the articles of association.
2. Delegation of all powers to the board of directors or a managing director, acting individually, with the possibility of sub-delegation, in order to take all measures and carry out all actions necessary for the execution of the decision for annulment.

Motion to vote:

Approval of the motion to annul 2,000,000 treasury shares acquired by the company pursuant to article 620§1 of the Belgian Company code; allocation of the net book value of these shares to the unavailable reserve created in accordance with article 623 of the Belgian Company code and the corresponding decrease of such reserve. Amendment of article 5 of the articles of association as to the aforementioned decision on the annulment of 2,000,000 treasury shares, by stating the number of shares representing the capital following the annulment of shares.

Delegation of all powers to the board of directors or a managing director, acting individually, with the possibility of sub-delegation, in order to take all measures and carry out all actions necessary for the execution of the decision for annulment.

II. Amendment of article 8 of the articles of association to the amended clauses of the act of December 14th 2005, Belgian Official Gazette of December 23rd 2005.

1. Amendment of the articles of association to the amended clauses of the act relating to the abolition of bearer shares.

2. Amendment of article 8 of the articles of association.

Motion to vote: Approval of the decision to amend the articles of association to the amended clauses of the act relating to the abolition of bearer shares and consequent replacement of the last two sentences of article 8 by:

“The bearer shares not registered on a share account, shall lawfully be converted into dematerialised shares on January 1st 2014.”

III. Authority regarding the acquisition and alienation of treasury shares - Amendment of article 53 of the articles of association.

1. Renewal of the authority of the board of directors to acquire, for a period of 18 months from the authorisation, treasury shares, by means of purchase or exchange, directly or through a person acting in their own name but on the company’s behalf, at a price that may not be lower than EUR 1.00 and not exceed the average of the closing share prices of the 10 working days prior to the date of the purchase or exchange, increased by 10% and this in such a way that the company shall not at any time hold treasury shares of which the fractional value is greater than 10% of the company’s subscribed capital.

The board of directors is moreover authorised to alienate these shares without being bound by the aforementioned price and time restrictions.

These authorisations may also be used for the possible acquisition or alienation of company shares by direct subsidiaries in accordance with article 627 of the Belgian Company code.

2. Amendment of article 53 of the articles of association.

Motion to vote: Approval of the decision to authorize the board of directors and consequent amendment of article 53 of the articles of association, as follows:

- In section 1 delete and replace “July 6th 2007” by either “May 5th 2008” or “June 9th 2008”.
- In section 4 delete and replace “July 6th 2007” by either “May 5th 2008” or “June 9th 2008”.

IV. Coordination of the Articles of Association.

Commissioning the notary to coordinate the articles of Association.

Motion to vote: Approval of the proposed assignment.

Conditions of admission

The shareholders may participate in the general meetings and exercise their right to vote, either in relation to the shares of which they are the holder at midnight on the registration date, regardless of the amount of shares of which they are the holder on the date of the general meetings, or in relation to the shares of which they are the holder on the day of the general meetings. This registration date is set at June 2nd 2008 at midnight.

The proof of the ownership of shares on the said registration date must be provided by the financial institution of the holder of bearer and/or dematerialised shares, by letter, fax (+32 9 381 02 78) or e-mail (sabine.vancoppenolle@omega-pharma.be) to the registered office of the company and this at the latest by June 5th 2008 at midnight.

The holders of registered shares and warrant and bond holders must inform the board of directors at the latest by May 30th 2008 of their intention to attend the general meetings as well as the number of shares with which they would like to participate in the vote.

Holders of bearer shares who wish to attend the general meeting and exercise their right to vote in relation to the shares held by them on the day of the general meetings, must submit their shares at the latest on May 30th 2008 to the counters of one of the following institutions: ING Belgium, Dexia Bank, KBC Bank, Fortis Bank, Bank Degroof or Petercam. The shareholders shall be admitted on presentation of a certificate confirming that the shares were filed. The holders of dematerialised shares who wish to participate in the general meetings and exercise their right to vote in relation to

the shares which they hold on the day of the general meetings, must submit a certificate which indicates the unavailability of these shares until the general meetings and drawn up by the certified account holder or liquidation institutions to ING Belgium, Dexia Bank, KBC Bank, Fortis Bank, Bank Degroof or Petercam, at the latest on May 30th 2008.

Powers of attorney

Shareholders wishing to be represented by nominees must use the power of attorney drawn up by the board of directors in accordance with article 33 of the articles of association, a copy of which may be obtained at the registered office. The power of attorney form may also be obtained from the company's website at www.omega-pharma.be. Other powers of attorney will not be accepted. Powers of attorney must be deposited at the registered office of the company for the attention of the board of directors by June 3rd 2008 at midnight at the latest. Please note in this regard that the powers of attorney deposited for the extraordinary general meeting of May 5th 2008 shall remain valid for the second extraordinary general meeting of June 9th 2008.

The board of directors